

CONSENT TO MERGER– PERMIT NO. 931

This CONSENT TO MERGER– PERMIT NO. 931 (“CONSENT”) is granted by the CITY OF LOS ANGELES by and through its Board of Harbor Commissioners with respect to the following.

RECITALS

- A. Whereas, on or about April 24, 2018, the City of Los Angeles (“City”) by and through its Board of Harbor Commissioners (“Board”) and Praxair, Inc. (“Praxair”) as Tenant entered into Permit No. 931 (“Permit No. 931” or “Permit”) as a successor permit to Lease No. 88 for certain real property (“Property”) located in the City of Los Angeles, State of California as more particularly described in Exhibit A of Permit No. 931. The Board Report for this matter advised Board of, among other things, the pending merger between Praxair and the German industrial company Linde Group, to occur after the approval of Permit No. 931.
- B. Whereas, Praxair and Linde Aktiengesellschaft, a stock corporation incorporated under the laws of Germany (“Linde AG”) completed their merger and combined under Linde plc, a public limited company incorporated under the laws of Ireland (“Linde plc”), and whereby, among other things, (i) Praxair’s publicly traded stock was voluntarily delisted from the New York Stock Exchange and one Praxair share was exchanged for one Linde PLC share; (ii) Praxair became an indirect wholly-owned subsidiary of Linde plc (“Linde plc”); and (iii) thereafter, on or September 1, 2020, Praxair changed its name to Linde Inc., a Delaware corporation (“Linde Inc.”).
- C. Whereas, Section 113.1.2 of the Permit provides, in pertinent part, that consent of the Board is required in the event of Tenant’s merger.

NOW, THEREFORE, in consideration of the promises and conditions herein, Board consents to the following:

CONSENT

- 1. Recitals A through C, inclusive, are incorporated herein by this reference. The Board consents to the transactions described in Recital B conditioned upon the following: (i) Linde Inc. affirms and give assurances that it is and shall continue to be bound by and perform all of the obligations, terms, conditions, and covenants of Tenant in and under Permit No. 931 entered into under its former name of Praxair, Inc. and agrees to be responsible for and continue to assume all of Tenant’s responsibilities and obligations under Permit No. 931 from the effective date of the Permit and shall continue to do so under any extension of the Permit pursuant to the Options to Extend Term (“Option to Extend Term”) provided in Section 3.2.1 of the Permit and also during any period of holdover whether or not the Option(s) to Extend Term is/are exercised.

2. This Consent shall be binding on and inure to the benefit of the parties hereto, their successors-in-interest and assigns. Notwithstanding, nothing stated herein shall expressly or impliedly be a consent to any further or additional assignments or transfers.

3. Notice Addresses:

Linde Inc. 10 Riverview Drive
Danbury, CT 06810
Attention: Jeffrey Weiss
Email: Jeffrey.Weiss@linde.com

or

Linde Inc.
c/o CSC Lawyers Incorporating Service
2710 Gateway Oaks Drive
Suite 150N
Sacramento, CA 35305

City: Port of Los Angeles
425 South Palos Verdes Street
San Pedro, California 90731
Attention: Director of Real Estate

With a copy to: Los Angeles City Attorney's Office
425 South Palos Verdes Street
San Pedro, California 90731
Attention: Estelle M. Braaf, Deputy

4. This Consent shall be governed by and construed in accordance with the laws of the State of California.

5. Except as set forth herein, nothing stated herein amends the terms of Permit No. 931 nor changes the obligations of Tenant under its present or former name with respect to the Permit or Property nor waives any of City's rights.

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The City of Los Angeles acting by and through its Board of Harbor Commissioners hereby consents to the foregoing Transfer upon fulfillment of the conditions herein.

THE CITY OF LOS ANGELES, by its Board of Harbor Commissioners

Dated: _____, 2023

By: _____
EUGENE D. SEROKA
Executive Director

Attest: _____
AMBER M. KLESGES
Board Secretary

AFFIRMATION AND CONTINUED ASSURANCES OF TENANT

Linde Inc., a Delaware corporation formerly known as Praxair, Inc., a Delaware corporation, hereby affirms and gives assurances that it is, and shall continue to be bound by and assume and perform all of the obligations, terms, conditions, and covenants of Tenant in and under Permit No. 931 from the effective date of said Permit and including under any extension of the Permit pursuant to the exercise of either or both of the Options to Extend Term and also during any period of holdover whether or not the Option(s) to Extend Term is (are) exercised and agrees to all terms contained in the Consent, above.

LINDE INC.,
a Delaware corporation
formerly known as PRAXAIR, INC.,
a Delaware corporation

Dated: 3/23, 2023

By: _____
Vice President Linde Inc.
Name/Title of Officer Dan Yankowski

By: _____
Anthony Lopez, ASR, Secretary
Name/Title of Officer

APPROVED AS TO FORM AND LEGALITY

3/31, 2023
HYDEE FELDSTEIN SOTO, City Attorney
STEVEN Y. OTERA, General Counsel
By: _____
ESTELLE M. BRAAF, Deputy